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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

| | | |
|----------------------------|---|-------------------------|
| In Re |) | CASE NO. 05-44481 (RDD) |
| |) | |
| |) | Chapter 11 |
| |) | |
| DELPHI CORPORATION, et al. |) | DATE: November 30, 2006 |
| |) | TIME: 10:00 a.m. |
| |) | ROOM: 610 |
| Debtor. |) | |

Declaration of Wendy W. Smith in Support of Claims of Technology Properties, Ltd.

I, Wendy W. Smith, Declare,

1. I am a partner with the law firm of Binder & Malter, LLP, attorneys of record for the creditors in the various Delphi Corporate Chapter 11 bankruptcy cases.¹ I make this declaration

¹ Delphi has filed multiple separate bankruptcy cases in which Technology Properties, Ltd. (“TPL”) has filed claims. Delphi objected to claims in all cases. This Declaration is in support of the Response to all of the Delphi Objections to the TPL claims.

based on my own personal knowledge, except where it is indicated that it is based on my information and belief, in which case I believe the statement to be true.

2. I am informed, and believe, and thereon allege, that Technology Properties, Ltd. ("TPL") is the owner of all substantial rights in and to the patents that make up the Moore Microprocessor Patent™ portfolio ("MMP portfolio"), and has the exclusive right and responsibility to license and enforce the patents. Attached hereto as Exhibit "A" is a true and correct copy of the documents provided by TPL outlining the ownership and rights in the MMP Patent portfolio.

3. The specific patents that comprise the portfolio are listed in the Claims. Attached hereto as Exhibit "B" are copies of the following patents:

1. U.S. 5,659,703
2. U.S. 5,440,749
3. U.S. 5,530,890
4. U.S. 5,604,915
5. U.S. 5,784,584
6. U.S. 5,809,336
7. U.S. 6,598,148
8. EP 0 786 730 b1
9. JP 2966085 -English

These are provided for the parties' convenience. (Because of the bulk, they are included only in the copies to the Debtor and to the Court. They are available on request from any other party served.) Certified copies may be obtained from the U.S. Patent office. Other patents listed in the documents are available on request.

4. I am informed and believe that TPL previously informed Delphi of the patents. Attached

hereto as exhibit "C" is a copy of the letter provided by TPL to Delphi.

5. TPL has provided a preliminary presentation for Delphi that explains the nature of the technology in question and the likely areas of infringement. Attached as Exhibit "D" is a true and correct copy of this presentation.

6. Notwithstanding the substantive basis of the claim, the Debtor has not sought to obtain any further information from this office informally to clarify the claim of infringement. Nor has Debtor's counsel begun negotiations regarding licensing the patents in order to avoid ongoing infringement liabilities.

I declare under the penalty of perjury that the foregoing is true and correct, and if called upon, I could and would testify to the truth of these statements. Signed this 21st Day of November, 21 2006, by

/s/ Wendy W. Smith

Wendy W. Smith